



Office of the Secretary of State  
Corporations Section  
P.O. Box 13697  
Austin, Texas 78711-3697

FILED  
In the Office of the  
Secretary of State of Texas  
FEB 11 2002

Corporations Section

## APPLICATION FOR REGISTRATION AS A FOREIGN LIMITED PARTNERSHIP

Pursuant to the provisions of section 9.02 of article 6132a-1, the undersigned limited partnership makes this application for registration to transact business in Texas and for this purpose states the following:

1. The name of the limited partnership is Kirby Inland Marine, LP
2. A. If the name does not contain the words "Limited Partnership," "Limited" or the abbreviation "L.P." or "Ltd." as the last words or letters of its name, then the name of the limited partnership with the words or abbreviation which it elects to add for use in Texas is  
N/A  
B. If its name is not available in Texas, then the name which the limited partnership elects to use in Texas is  
N/A
3. The federal tax identification number of the entity is 74-1074014
4. It was formed under the laws of Delaware, on 12/31/01  
(jurisdiction) (date)
5. As of the date of this filing, the foreign limited partnership validly exists as a limited partnership under the laws of the jurisdiction of its formation.
6. The nature of the business or the purposes to be conducted or promoted in Texas are as follows:  
Any lawful act, activity or business for which limited partnerships may be organized.
7. The street address of its proposed registered office in Texas is (a P.O. Box is not sufficient)  
c/o CT Corporation System, 350 N. St. Paul Street, Dallas, Texas 75201  
and the name of its proposed registered agent in Texas at such address is  
CT Corporation System
8. The limited partnership hereby appoints the Secretary of State of Texas as its agent for service of process under the circumstances set forth in section 9.10(b) of the Texas Revised Limited Partnership Act.

9. The name, the mailing address, and the street address of the business or residence of each general partner is as follows:

| NAME               | MAILING ADDRESS<br>(include city, state, zip<br>code) | STREET ADDRESS<br>(include city, state, zip<br>code) |
|--------------------|---|--|
| KIM Holdings, Inc. | Houston, Texas 77007                                  | 55 Waugh Drive, Suite 1000                           |
|                    |   | Houston, Texas 77007                                 |
|                    |   |  |
|                    |   |  |

10. The date on which the foreign limited partnership first transacted, or intends to transact, business in Texas is January 1, 2002

**Date:** January 31, 2002

  
General Partner  
By: Mark R. Buese, Senior Vice President